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Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

LIMITED LIABILITY COMPANY

a greeting card.com, l.l.c.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 25, 1999

EMPIRE CORPORATE KIT COMPANY

SUBJECT: A GREETING CARD.COM, L.L.C.
REF: W99000012115

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TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

An affidavit is required pursuant to section 608.407(2), Florida Statutes declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy Mitchell
Corporate Specialist

FAX Aud. #: H99000012504
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(b)

ARTICLES OF ORGANIZATION
OF
A GREETING CARD.COM, L. L. C.

The undersigned hereby agree(s) to organize a limited liability corporation under the laws of the State of Florida, Chapter 608, with the following Articles of Organization.

ARTICLE I
NAME

The limited liability corporate name shall be:

A GREETING CARD.COM, L. L. C.

ARTICLE II
EXISTENCE

The corporation shall exist in perpetuity from the date of incorporation unless terminated earlier per Florida Statute 608.

ARTICLE III
PURPOSE

The corporate purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States upon corporations.

ARTICLE IV
PRINCIPAL OFFICE

The post office address and the street address of the principal office of the limited liability corporation is: 407 Lincoln Road, Suite 2H, Miami Beach, Florida 33139, or at any other location that the Members choose to designate.

Douglas D. Stratton Law Office
407 Lincoln Rd. # 2A
Miami, FL 33139
(305) 672-7772
FBNO. 953120 Brett Feinstein, Esq.

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ARTICLE V
INITIAL REGISTERED AGENT

The initial Registered Agent of the corporation is: Brett Feinstein, Esquire, 407 Lincoln Road, Suite 2A, Miami Beach, Florida, 33139, and the street address of the registered office is: 407 Lincoln Road, Suite 2A, Miami Beach, Florida, 33139.

ARTICLE VI
INITIAL BOARD OF MANAGERS

The business of the corporation shall be managed by an initial Board of Managers consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name and address of the first Board of Managers who shall serve until the first annual meeting of the members or until their successors are elected and qualified shall be:

NAMES

ADDRESSES

Daniel Wohlstein

1800 Sunset Harbour Drive, Apt. 1710
Miami Beach, Florida 33139

ARTICLE VII
POWERS OF MANAGER(S)

The Manager(s) shall exercise all powers conferred by law.

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any and all of its managers or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their corporate capacity.

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**ARTICLE IX
AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any or all provisions of the Articles of Incorporation in the manner now or hereafter prescribed by Florida Statutes.

**ARTICLE X
MEMBERS**

There are at least two Members of this corporation. The names and addresses of the initial Members of the corporation are as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
Global Education Group, Inc.	407 Lincoln Road, Suite 2H Miami Beach, Florida 33139
Geoffrey G. Bligh	2655 Collins Avenue, Apt. 1412 Miami Beach, Florida 33140
Herman Hirsch	145 West, 86th Street, Apt. 14C New York City, NY 10024
Eduardo Espildora R.	Avenida los Granados, Residencias Partagas, PB-B La Castellana, Caracas - Venezuela
Daniel Grunberg	250 West 90th, Apt. 18H New York City, NY 10024
Ricardo Seir	3603 Bent Trail Drive Ann Arbor, MI 48106
Lesbia Santiago de Layrisse	Colinas de Tamanco, Calle Vanencia Quinta Yeyi, Caracas 1061, Venezuela

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ARTICLE XI

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ARTICLE XI
PROPERTY CONTRIBUTED

The agreed value of any property other than cash contributed is \$0. The total amount of cash or property anticipated to be contributed by the Members is \$124,838.00. The Members have contributed cash in the sum of \$74,838.00.

ARTICLE XII
ADDITIONAL CONTRIBUTIONS TO CAPITAL

Should all Members agree at a regular or special meeting of Members of this limited liability company that additional capital is needed then, in that event, it shall be contributed by all members within a reasonable time as determined at the meeting.

ARTICLE XIII
ADDITIONAL MEMBERS

Should all members agree at a regular or special meeting of the members of this limited liability company that additional members may be admitted, then additional members shall be admitted upon payment of cash or contribution of capital assets per the agreement of all members to accept the same.

ARTICLE XIV
CONTINUATION OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or the occurrence of any other event which would terminate the continued membership of members in this limited liability company, the other members have the right to continue the business of the company as reconstituted without the departing members, pursuant to the terms and conditions as set forth in the company's by-laws.

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IN WITNESS WHEREOF, the undersigned, being the original members of the corporation, have executed these Articles of Organization, this 21st day of May, 1999.

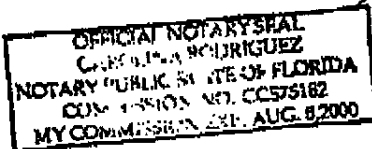
Daniel Wohlstein
DANIEL WOHLSTEIN

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared DANIEL WOHLSTEIN, who produced Florida Drivers License for identification and who has taken an oath and who executed the foregoing Articles of Organization and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforementioned this

21st day of May, 1999.



Carolina Rodriguez
NOTARY PUBLIC STATE OF FLORIDA

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited liability corporation, at the place designated in these Articles of Organization, I hereby accept to act in this capacity, and agree to comply with the provisions in Chapter 608, Florida Statutes, relative to keeping open said office.

[Signature]
REGISTERED AGENT

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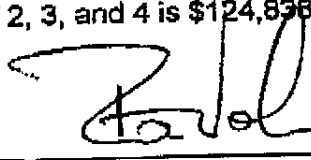
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

THE UNDERSIGNED member or authorized representative of a member of GREETING CARD.COM, L.L.C., deposes and says:

1. The above named limited liability company has at least two (2) members.
2. The total amount of cash contributed by the members is \$124,838.00.
3. If any, the agreed value of a property other than the cash contributed by members is \$0 of services other than the cash contributed. A description of the property is attached and made a part hereto.
4. The amount of cash or property anticipated to be contributed by members is \$124,838.00.
5. The total amounts of 2, 3, and 4 is \$124,838.00.


DANIEL WOHLSTEIN

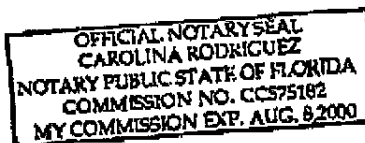
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared DANIEL WOHLSTEIN who produced Florida Drivers License for identification or who are personally known to me and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid on this 21st day of May, 1999.


NOTARY PUBLIC
State of Florida

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